



RECEIVED

Entergy Arkansas
425 West Capitol Avenue
P.O. Box 551
Little Rock, AR 72203
Tel 501 377 4000

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T.R.A. DOCKET ROOM

June 26, 2003

Ms. Deborah Taylor Tate, Director
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Re: Tennessee Regulatory Authority (TRA) Docket No. 01-00830
Entergy Arkansas, Inc. Request for Approval to Enter Into Certain
Financing Transactions During the Years 2002 Through 2003

Dear Ms. Tate:

Pursuant to the approving Order issued December 11, 2001, in TRA Docket No. 01-00830, please find attached for filing with the TRA the original and thirteen copies of Entergy Arkansas, Inc.'s compliance financing reports filed May 22, 2003, and June 24, 2003, with the Arkansas Public Service Commission in APSC Reporting Docket No. 86-033-A and APSC Docket No. 01-221-U.

The May 22, 2003 report is in regard to EAI's May 6, 2003, issuance of \$150,000,000 aggregate principal amount of First Mortgage Bonds. The June 24, 2003 report is in regard to EAI's June 11, 2003, issuance of \$100,000,000 aggregate principal amount of First Mortgage Bonds.

If you have any questions or need additional information, please do not hesitate to call me at 501-377-5489.

Sincerely,

A handwritten signature in dark ink, appearing to read "William R. Morgan", written in a cursive style.

William R. Morgan
Manager, Regulatory Affairs

WM/tj
Attachments



Entergy

ARK PUBLIC SERV. COMM.
DIANA WILSON
SECRETARY OF COMM.

MAY 22 2 54 PM '03

Entergy Arkansas, Inc.
425 West Capitol Avenue
P.O. Box 551
Little Rock, AR 72203-0551
Tel 501 377 4457
Fax 501 377 4415

Steven K. Strickland
Vice President
Regulatory Affairs

FILED

May 22, 2003

Ms. Diana Wilson, Secretary
Arkansas Public Service Commission
P. O. Box 400
1000 Center Street
Little Rock, AR 72203-0400

Re: Originating Docket: 01-221-U
Report Docket: 86-033-A
Pursuant to Order No. 2
In the Matter of the Application of Entergy Arkansas, Inc.
for Authorization to Enter Into Certain Financing
Transactions During the Years 2002 Through 2003

Dear Ms. Wilson:

Please find attached the original and thirteen copies of Entergy Arkansas, Inc.'s report to the Commission in the above-styled proceedings regarding its May 6, 2003, issuance of \$150,000,000 aggregate principal amount of First Mortgage Bonds. This report is required under Order No. 2 in Docket No. 01-221-U.

Please file this letter and the attached report in the appropriate docket.

Sincerely,

SS/tj
Attachments

ENTERGY ARKANSAS, INC.

**ISSUANCE OF FIRST MORTGAGE BONDS:
\$150,000,000 5.40% SERIES DUE MAY 1, 2018**

EXECUTIVE SUMMARY

TRANSACTION ANALYSIS AND RESULTS

On Tuesday, May 6, 2003, Entergy Arkansas, Inc. ("EAI"), issued \$150,000,000 aggregate principal amount of First Mortgage Bonds at an interest rate of 5.40%. The net proceeds will be used to repay short-term debt, to repay at maturity or redeem or repurchase prior to maturity a portion of the \$155 million principal amount of our First Mortgage Bonds, 6% Series due October 1, 2003, and for other general corporate purposes. First Mortgage Bonds proved to be the best method for financing due to lower pricing and better demand (as compared to unsecured debt) in the current market environment. The new bonds mature in fifteen years and are callable at par after five years. Because EAI currently does not have any bonds registered with the SEC pursuant to the Securities Act of 1933, the new bonds were issued pursuant to SEC Rule 144A (unregistered). EAI has 315 days to register new bonds and finalize the offering to exchange them for the unregistered bonds which were issued.

The net proceeds from the issuance were \$148,495,500 after deducting underwriting expenses. Additional expenses are estimated to be approximately \$150,000. Actual expenses will not be known for several months subsequent to closing.

SUMMARY OF TERMS

<u>Principal Amount:</u>	\$150,000,000
<u>Maturity Date:</u>	5/1/2018
<u>Optional Call Provisions:</u>	Non-call until 5/1/08, then callable at par
<u>Underwriters:</u>	Citigroup and Wachovia Securities (Joint Book-Runners)
	McDonald Investments Inc., Morgan Keegan & Company, Inc., and Stephens Inc. (Co-Managers)
<u>10 Year Treasury Yield @ Pricing:</u>	3.845%
<u>Spread to Treasury:</u>	1.58%
<u>Yield to Public:</u>	5.425%
<u>Coupon Rate:</u>	5.40%

SUMMARY OF TERMS (CONTINUED)

<u>Price to Public:</u>	99.747%
<u>Underwriters' Compensation:</u>	.750%
<u>Price to Company:</u>	98.997%
<u>Proceeds to Company:</u>	\$148,495,500

JOURNAL ENTRIES

Exhibit A shows journal entries related to the issuance of the new series of First Mortgage Bonds.

**ENTERGY ARKANSAS, INC.
ENTRIES TO RECORD THE ISSUANCE OF
\$150,000,000 REVENUE REFUNDING BONDS**

Entry No. 1

Cash	\$148,495,500	
Unamortized Debt Expense – FMB (Underwriting Fee)	\$1,125,000	
Unamortized Discount on Long Term Debt	\$379,500	
Long Term Debt – First Mortgage Bonds		\$150,000,000

To record the sale of \$150,000,000 principal amount of 5.40% Entergy Arkansas, Inc. First Mortgage Bonds, due May 1, 2018, and the related underwriting fee.

Entry No. 2

Unamortized Debt Expense – FMB	\$*	
Cash		\$*

To record expenses in connection with the issuance of \$150,000,000 principal amount of 5.40% Entergy Arkansas, Inc. First Mortgage Bonds, due May 1, 2018 (*Total expenses are estimated to be approximately \$150,000. Actual expenses will not be known for several months subsequent to closing.)

Entry No. 3

Amortization – Discount on Long Term Debt	\$25,300	
Unamortized Discount on Long Term Debt		\$25,300

To record the annual amortization of debt discount in connection with the issuance of \$150,000,000 principal amount of 5.40% Entergy Arkansas, Inc. First Mortgage Bonds, due May 1, 2018.

ENTERGY ARKANSAS, INC.

I, Nathan E. Langston, Vice President and Chief Accounting Officer, attest on this 20th day of May, 2003, that the journal entries attached as Exhibit A correctly reflect the effect of the sale on May 6, 2003 of \$150,000,000, 5.40% Entergy Arkansas, Inc. First Mortgage Bonds due May 1, 2018.

Nathan E. Langston

Nathan E. Langston

Senior Vice President and Chief Accounting Officer



Entergy

ARK PUBLIC SERV. COMM.
DIANA WILSON
SECRETARY OF COMM.

JUN 24 2 27 PM '03

Entergy Arkansas, Inc.
425 West Capitol Avenue
P.O. Box 551
Little Rock, AR 72203-0551
Tel 501 377 4457
Fax 501 377 4415

Steven K. Strickland
Vice President
Regulatory Affairs

FILED

June 24, 2003

Ms. Diana Wilson, Secretary
Arkansas Public Service Commission
P. O. Box 400
1000 Center Street
Little Rock, AR 72203-0400

Re: Originating Docket: 01-221-U
Report Docket: 86-033-A
Pursuant to Order No. 2
In the Matter of the Application of Entergy Arkansas, Inc.
for Authorization to Enter Into Certain Financing
Transactions During the Years 2002 Through 2003

Dear Ms. Wilson:

Please find attached the original and thirteen copies of Entergy Arkansas, Inc.'s report to the Commission in the above-styled proceedings regarding its June 11, 2003, issuance of \$100,000,000 aggregate principal amount of First Mortgage Bonds. This report is required under Order No. 2 in Docket No. 01-221-U.

Please file this letter and the attached report in the appropriate docket.

Sincerely,

SS/tj
Attachments

ENTERGY ARKANSAS, INC.

**ISSUANCE OF FIRST MORTGAGE BONDS:
\$100,000,000 5.90% SERIES DUE JUNE 1, 2033**

EXECUTIVE SUMMARY

TRANSACTION ANALYSIS AND RESULTS

On Wednesday, June 11, 2003, Entergy Arkansas, Inc. ("EAI"), issued \$100,000,000 aggregate principal amount of First Mortgage Bonds at an interest rate of 5.90%. The net proceeds will be used to redeem prior to maturity \$100 million principal amount of our First Mortgage Bonds, 7.5% Series due August 1, 2007. First Mortgage Bonds proved to be the best method for financing due to lower pricing and better demand (as compared to unsecured debt) in the current market environment. The new bonds mature in thirty years and are callable at par after ten years. Because EAI currently does not have any bonds registered with the SEC pursuant to the Securities Act of 1933, the new bonds were issued pursuant to SEC Rule 144A (unregistered). EAI has 315 days to register new bonds and finalize the offering to exchange them for the unregistered bonds which were issued.

The net proceeds from the issuance were \$98,806,000 after deducting underwriting expenses. Additional expenses are estimated to be approximately \$150,000. Actual expenses will not be known for several months subsequent to closing.

SUMMARY OF TERMS

<u>Principal Amount:</u>	\$100,000,000
<u>Maturity Date:</u>	6/1/2033
<u>Optional Call Provisions:</u>	"Make-Whole" call until 6/1/13, then callable at par
<u>Underwriters:</u>	BNY Capital Markets, Inc. and JPMorgan (Joint Book-Runners) Morgan Keegan & Company, Inc., and Stephens Inc. (Co-Managers)
<u>10 Year Treasury Yield @ Pricing:</u>	4.373%
<u>Spread to Treasury:</u>	1.55%
<u>Yield to Public:</u>	5.923%
<u>Coupon Rate:</u>	5.90%

SUMMARY OF TERMS (CONTINUED)

<u>Price to Public:</u>	99.681%
<u>Underwriters' Compensation:</u>	.875%
<u>Price to Company:</u>	98.806%
<u>Proceeds to Company:</u>	\$98,806,000

JOURNAL ENTRIES

Exhibit A shows journal entries related to the issuance of the new series of First Mortgage Bonds.

ENTERGY ARKANSAS, INC.
ENTRIES TO RECORD THE ISSUANCE OF
\$100,000,000 FIRST MORTGAGE BONDS

Entry No. 1

Cash	\$98,806,000	
Unamortized Debt Expense – FMB (Underwriting Fee)	\$875,000	
Unamortized Discount on Long Term Debt	\$319,000	
Long Term Debt – First Mortgage Bonds		\$100,000,000

To record the sale of \$100,000,000 principal amount of 5.90% Entergy Arkansas, Inc. First Mortgage Bonds, due June 1, 2033, and the related underwriting fee.

Entry No. 2

Unamortized Debt Expense – FMB	\$*	
Cash		\$*

To record expenses in connection with the issuance of \$100,000,000 principal amount of 5.90% Entergy Arkansas, Inc. First Mortgage Bonds, due June 1, 2033 (*Total expenses are estimated to be approximately \$150,000. Actual expenses will not be known for several months subsequent to closing.)

Entry No. 3

Amortization – Discount on Long Term Debt	\$10,633	
Unamortized Discount on Long Term Debt		\$10,633

To record the annual amortization of debt discount in connection with the issuance of \$100,000,000 principal amount of 5.90% Entergy Arkansas, Inc. First Mortgage Bonds, due June 1, 2033.

Entry No. 4

Amortization – Expenses for Long Term Debt	\$29,167	
Unamortized Debt Expense for Long Term Debt		\$29,167

To record the annual amortization of underwriting fee in connection with the issuance of \$100,000,000 principal amount of 5.90% Entergy Arkansas, Inc. First Mortgage Bonds, due June 1, 2033.

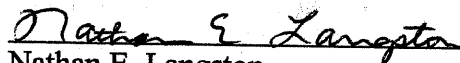
Entry No. 5

Long Term Debt	\$100,000,000	
Unamortized Loss	\$1,382,029	
Unamortized Expense	\$46,014	
Unamortized Discount	\$296,015	
Cash		\$101,040,000

To record the unwinding of the \$100,000,000 principal amount of 7.5% Entergy Arkansas, Inc. First Mortgage bonds due August 1, 2007 being redeemed in connection with the issuance of \$100,000,000 principal amount of 5.90% Entergy Arkansas, Inc. First Mortgage Bonds, due June 1, 2033.

ENTERGY ARKANSAS, INC.

I, Nathan E. Langston, Vice President and Chief Accounting Officer, attest on this 23rd day of June, 2003, that the journal entries attached as Exhibit A correctly reflect the effect of the sale on June 11, 2003 of \$100,000,000, 5.90% Entergy Arkansas, Inc. First Mortgage Bonds due June 1, 2033.



Nathan E. Langston

Senior Vice President and Chief Accounting Officer